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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-17
ENVIRONMENTAL MATTERS
233.8 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Environmental Matters

Bill Date: 12/30/05
Bill Number: 1091378

NAME	DATE	HOURS	DESCRIPTION
BERLIN K	10/10/05	1.80	TELECONFERENCE WITH M. HESTER AND T. WALLE RE DELPHI'S ENVIRONMENTAL ISSUES AND REVIEW OF SAME (1.8).
BERLIN K	10/16/05	2.20	REVIEW OF MATERIALS RE DELPHI ENVIRONMENTAL ISSUES AND PREPARE FOR MEETING IN TROY, MI ON OCTOBER 17 (2.2).
BERLIN K	10/17/05	7.30	PREPARE FOR AND MEETING IN TROY, MI WITH M. HESTER AND J. WALLE TO REVIEW ALL ENVIRONMENTAL ISSUES (7.3).
BERLIN K	10/20/05	1.20	BEGIN REVIEW RE GM ENVIRONMENTAL MATTERS AGREEMENT (1.2).
BERLIN K	10/21/05	1.70	CONTINUE REVIEW OF DOCUMENTS AND OF NEXT STEPS AND OF ADDITIONAL DOCUMENTS WE NEED TO SEE (1.7).
BERLIN K	10/24/05	3.70	CONTINUE REVIEW OF ENVIRONMENTAL MATTERS AGREEMENT ISSUES (0.7); REVIEW OF KOSZENSKI COMPLAINT AGAINST GM AND GM'S LETTER RE SAME (1.3); PREPARATION FOR AND TELECONFERENCE WITH J. AMODEO AND M. HESTER RE STATUS OF MATTERS (0.4); TELECONFERENCE WITH E. COCHRAN RE GM ISSUES (0.2); BEGIN WORK ON ENVIRONMENTAL STRATEGY MEMORANDUM (1.1).
BERLIN K	10/25/05	1.80	PREPARE FOR TELECONFERENCE WITH J. AMODEO, M. HESTER ET AL. RE NOTICE AND SCHEDULING ISSUES RE ENVIRONMENTAL MATTERS (0.5); CONTINUE WORK ON STRATEGY MEMORANDUM (1.3).
BERLIN K	10/26/05	3.80	TELECONFERENCE WITH M. WEXLER RE REAL ESTATE/ENVIRONMENTAL ISSUES (0.2); CONTINUE WORK ON STRATEGY MEMORANDUM (3.6).
BERLIN K	10/27/05	4.90	TELECONFERENCE WITH M. HESTER AND K. JONES RE MISCELLANEOUS REAL ESTATE ISSUES AND REVIEW OF SAME (0.6); TELECONFERENCE WITH E. COCHRAN RE EPA ISSUES AND CONTINUE REVIEW OF SAME (1.2); CONTINUE DRAFTING STRATEGY MEMORANDUM (3.1).
BERLIN K	10/28/05	7.80	CONTINUE DRAFTING OF STRATEGY MEMORANDUM (7.8).
BERLIN K	10/29/05	8.30	FINALIZE PRELIMINARY STRATEGY MEMORANDUM (8.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BERLIN K	11/01/05	0.30	TELECONFERENCE WITH M. HESTER RE NEXT STEPS (0.1); TELECONFERENCE WITH M. WEXLER RE REAL ESTATE SALES ISSUES (0.2).
BERLIN K	11/02/05	2.00	TELECONFERENCE WITH M. WEXLER AND K. JONES RE ANAHEIM CONSENT ORDER AND SALES AGREEMENT (0.4); TELECONFERENCE WITH M. HESTER RE LANDFILL (0.3); REVIEW AND MARKUP OF ANAHEIM CONSENT ORDER (1.3).
BERLIN K	11/03/05	1.90	PREPARE FOR AND TELECONFERENCE WITH WORKING GROUP RE ENVIRONMENTAL ISSUES (1.9).
BERLIN K	11/04/05	2.40	TELECONFERENCE WITH M. HESTER TO REVIEW STRATEGY MEMORANDUM, AND BEGIN REVISIONS TO SAME (2.4).
BERLIN K	11/05/05	1.40	CONTINUE DRAFTING REVISIONS TO STRATEGY MEMORANDUM (1.4).
BERLIN K	11/08/05	0.40	REVIEW OF TEXAS ENVIRONMENTAL COMMISSION EMAIL AND RESPONSE TO SAME (0.4).
BERLIN K	11/09/05	2.10	CONTINUE REDRAFTING OF ENVIRONMENTAL STRATEGY MEMORANDUM (2.1).
BERLIN K	11/10/05	0.50	TELECONFERENCE WITH M. HESTER REVIEWING CONTRACTOR ISSUES, ISSUES RE EXISTING CONTRACTS AND EXISTING CONTRACTS SCHEDULE, AND TEXAS INFORMATION RESPONSE AND ENVIRONMENTAL STRATEGY MEMORANDUM (0.5).
BERLIN K	11/11/05	1.90	REVIEW OF ESSENTIAL SUPPLIER MOTION AND ORDER, AND TELECONFERENCE WITH M. HESTER (1.9).
BERLIN K	11/17/05	0.70	REVIEW OF INFORMATION IN RELEASES AT WYOMING FACILITY AND TELEPHONE CONFERENCE WITH M. HESTER RE SAME (0.4); TELECONFERENCE WITH M. HESTER RE PERMIT ISSUES (0.3).
BERLIN K	11/18/05	1.90	PARTICIPATE IN WORKING GROUP TELEPHONE CONFERENCE (1.5); REVIEW OF FORM PERMIT FEE LETTER (0.4).
BERLIN K	11/21/05	3.40	REVIEW OF HALEY & ALDRICH LIEN ARGUMENT AND TELECONFERENCES WITH M. HESTER RE SAME AND RE TREMONT SITE (1.8); REVIEW OF MECHANICS LIEN STATUTES RELEVANT TO THE HALEY & ALDRICH CLAIM (1.0); TELECONFERENCE WITH K. JONES RE KANSAS PRE-PETITION BANKRUPTCY CLAIM AND NEW BRUNSWICK, NEW JERSEY FACILITY (0.4); TELECONFERENCE WITH K. JONES AND M. HESTER RE PRE-PETITION CLAIMS (0.2).

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BERLIN K	11/22/05	2.60	TELECONFERENCE WITH M. WEXLER RE HALEY & ALDRICH CLAIM AND ENVIRONMENTAL REAL ESTATE ISSUES (0.2); REVIEW OF ISRA ISSUES RE NEW BRUNSWICK (1.1); CONTINUE REVIEW OF ENVIRONMENTAL LIEN ISSUES (0.8); TELECONFERENCE WITH K. JONES RE ISRA ISSUE (0.2); TELECONFERENCE WITH M. HESTER RE HALEY & ALDRICH AND REAL ESTATE SALE STRATEGY (0.3).
BERLIN K	11/23/05	1.60	REVIEW OF ADDITIONAL LETTER AND DOCUMENTS RE HALEY & ALDRICH CLAIM (1.3); TELECONFERENCE WITH M. HESTER RE NOTIFICATION ISSUES (0.3).
BERLIN K	11/28/05	1.30	TELECONFERENCE WITH K. GANS RE MECHANICS LIEN ISSUES AND CONTINUE REVIEW OF SAME (0.8); TELECONFERENCE WITH M. HESTER RE NOTICE ISSUES AND REVIEW OF HIS EMAILS RE SAME (0.5).
BERLIN K	11/29/05	3.50	TELECONFERENCES WITH K. JONES RE ISSUE WITH KANSAS DEPARTMENT OF HEALTH AND ENVIRONMENT (KDHE) AND REVIEW OF APPLICABLE REGULATIONS, STATUTES AND LETTER FROM THE STATE (1.8); TELECONFERENCE WITH K. JONES AND REPRESENTATIVE FROM KDHE RE SAME (0.3); REVIEW OF MARKUP OF GENERAL LETTER IN RESPONSE TO PERMIT FEE REQUESTS (1.2); TELECONFERENCE WITH M. HESTER RE NEW POTENTIAL SUPERFUND CASE (0.2).
BERLIN K	11/30/05	1.30	PREPARE MEMORANDUM ON LIENS (1.1); TELECONFERENCE WITH M. HESTER RE LIENS AND PERMIT ISSUES (0.2).
		73.70	
WEXLER MP	10/26/05	0.40	DISCUSS WITH J. JAFFURS AND J. BEAUDOEN POSSIBLE REAL ESTATE DISPOSITIONS, INCLUDING OPUS WEST, AND ISSUES TO BE CONSIDERED IN CONNECTION THEREWITH AND FOLLOW UP WITH K. JONES ON IMPACT ON ENVIRONMENTAL CLEAN-UP IN CONNECTION THEREWITH (0.4).
WEXLER MP	10/31/05	0.40	TELECONFERENCE WITH K. JONES RE ENVIRONMENTAL ISSUES IN CONNECTION WITH SALE OF ANAHEIM PROPERTY AND POSSIBLE STRATEGIES FOR DEALING WITH SAME (0.4).
WEXLER MP	11/01/05	0.50	FOLLOW UP ON ISSUES RAISED BY K. JONES RE EXECUTION OF CONSENT ORDER WITH CALIFORNIA ENVIRONMENTAL AGENCY IN CONNECTION WITH ANAHEIM PLANT (0.3) AND DISCUSS WITH K. JONES (0.2).

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WEXLER MP	11/02/05	1.10	REVIEW CONSENT AGREEMENT WITH CALIFORNIA DEPARTMENT OF TOXIC SUBSTANCES CONTROL FOR ANAHEIM PLANT (0.3) AND CONFERENCE CALL WITH K. JONES AND K. BERLIN RE ABILITY TO ENTER INTO CONSENT AGREEMENT AND APPROPRIATE CHANGES THERETO (0.5) AND FOLLOW UP ON ISSUES RAISED (0.3).
WEXLER MP	11/03/05	0.80	REVIEW ENVIRONMENTAL STRATEGY MEMORANDUM (0.8).
WEXLER MP	11/11/05	1.20	REVIEW ENVIRONMENTAL STRATEGY MEMORANDUM (0.8) AND FOLLOW UP ON STRATEGY ISSUES (0.4).
WEXLER MP	11/17/05	0.20	TELECONFERENCE WITH K. BERLIN RE ABILITY TO PAY ENVIRONMENTAL PERMITS FOR PRE/POST PETITION TIME FRAMES AND FOLLOW UP ON SAME (0.2).
		4.60	
Total Partner		78.30	
AMODEO JA	10/20/05	3.50	REVIEW MATERIALS RELATING TO OUTSTANDING ENVIRONMENTAL LIABILITIES (3.5).
AMODEO JA	10/25/05	0.50	TELECONFERENCE WITH M. HESTER ON ENVIRONMENTAL MATTERS AND COMPANY'S PREPARATION OF SCHEDULES (0.5).
AMODEO JA	10/26/05	6.20	RESEARCH ON POTENTIAL REJECTION OF ENVIRONMENTAL MATTERS AGREEMENT (6.2).
AMODEO JA	10/27/05	7.30	RESEARCH FOR MEMORANDUM ON STRATEGY FOR HANDLING ENVIRONMENTAL CLAIMS (7.3).
AMODEO JA	10/28/05	7.60	DRAFT MEMO ON REJECTING OF ENVIRONMENTAL MATTER AGREEMENT AND RELATED ISSUES (7.6).
AMODEO JA	11/10/05	2.10	PREPARE POWERPOINT PRESENTATION OF ENVIRONMENTAL STRATEGY (2.1).
AMODEO JA	11/11/05	3.20	PREPARE POWERPOINT PRESENTATION OF ENVIRONMENTAL STRATEGY (3.2).
		30.40	
EISENBERG HC	11/21/05	0.50	TELECONFERENCE WITH K. BERLIN RE ISRA TRIGGER FOR EXERCISE OF OPTION TO SELL NEW JERSEY PROPERTY (0.1); RESEARCH RE SAME (0.3); EMAIL TO K. BERLIN RE SAME (0.1).
EISENBERG HC	11/22/05	0.20	TELECONFERENCE WITH K. BERLIN RE ISRA TRIGGER WITH RESPECT TO EXERCISE OF PUT OPTION FOR SALE OF NEW JERSEY PROPERTY (0.2).

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EISENBERG HC	11/28/05	2.30	TELECONFERENCE WITH K. BERLIN RE MECHANICS LIEN (0.3); REVIEW OF MEMO RE SAME (0.2); RESEARCH ON MECHANICS LIEN ISSUE (1.2); E-MAIL TO K. BERLIN RE PRELIMINARY RESULTS OF RESEARCH (0.6).
EISENBERG HC	11/29/05	1.70	REVIEW OF CASES AND ARTICLES RE MECHANICS LIEN ISSUE (1.0); E-MAIL TO K. BERLIN RE SAME (0.7).
EISENBERG HC	11/30/05	0.30	TELECONFERENCE WITH K. BERLIN ON MECHANICS LIEN ISSUE (0.3).
		5.00	
Total Counsel		35.40	
DAVIES L	11/02/05	1.00	TELECOM MEH / INGLES, REVIEW OF INFORMATION (1.0).
DAVIES L	11/03/05	2.50	REVIEW OF DISCLOSURE SCHEDULES AND THIRD PARTY CONSENTS (0.9); BRIEFING RE FSA AND EXCHANGE REQUIREMENTS, TELECOMS SASMF-NY (SM) (0.4); REVIEW OF SPA, FSA WEB REVIEW (1.2).
DAVIES L	11/04/05	1.20	UPDATES PILKINGTON AND MARSHALL RE PROCESS, TELECOMS SASMF-NY (1.2).
DAVIES L	11/07/05	0.70	UPDATES MEH / ND/ MARSHALL / PILKINGTON, TELECOMS SASMF RE BID DOCUMENTS (0.7).
DAVIES L	11/09/05	1.60	REVIEW AND COMMENT REGULATORY CHART (1.6).
DAVIES L	11/10/05	0.80	ATTENDING TO CORRESPONDENCE RE DISCLOSURE AND FOLLOW UP RE SALE PROCESS (0.5) UPDATE RE EXCHANGES AND REGULATORY MATTERS AND DISCLOSURE SCHEDULE (0.3).
DAVIES L	11/18/05	0.40	ATTENDING CORRESPONDENCE RE UK DIRECTOR MATTERS (0.4).
DAVIES L	11/21/05	0.90	REVIEW OF AND ATTENDING CORRESPONDENCE, DISCUSSION VARIOUS MATTERS (0.9).
DAVIES L	11/22/05	1.00	INTERNAL MEETING RE UK DIRECTORS INQUIRIES, PREPARATION, REVIEW CORRESPONDENCE, FOLLOW UP (1.0).
		10.10	
Total Associate		10.10	
TOTAL TIME		<u>123.80</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Environmental Matters**

**Bill Date: 12/30/05
Bill Number: 1091378**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	10/28/05	Telecommunications, D	0.15
Telephone Expense	10/28/05	Telecommunications, D	0.33
Telephone Expense	10/28/05	Telecommunications, D	0.07
Telephone Expense	11/23/05	Telecommunications, D	0.21
Telephone Expense	11/23/05	Telecommunications, D	0.07
Telephone Expense	11/23/05	Telecommunications, D	1.02
Telephone Expense	11/23/05	Telecommunications, D	1.87
Telephone Expense	11/23/05	Telecommunications, D	0.27
Telephone Expense	11/23/05	Telecommunications, D	0.01
		TOTAL TELEPHONE EXPENSE	\$4.00
Lexis/Nexis	11/28/05	Hill TL	408.86
Lexis/Nexis	11/28/05	Eisenberg MG	21.17
Lexis/Nexis	11/29/05	Hill TL	917.97
		TOTAL LEXIS/NEXIS	\$1,348.00
Westlaw	10/27/05	Amodeo JA	1,112.35
Westlaw	10/28/05	Amodeo JA	106.72
Westlaw	10/28/05	Herriott AV	4.26
Westlaw	11/04/05	Amodeo JA	153.89
Westlaw	11/22/05	Amodeo JA	382.87
Westlaw	11/28/05	Hill TL	16.91
		TOTAL WESTLAW	\$1,777.00
Out-of-Town Travel	10/17/05	Berlin K	82.00
		TOTAL OUT-OF-TOWN TRAVEL	\$82.00
Messengers/ Courier	10/26/05	Dist Serv/Mail/Page, D	21.00
		TOTAL MESSENGERS/ COURIER	\$21.00
		TOTAL MATTER	\$3,232.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Environmental Matters

Bill Date: 01/31/06
Bill Number: 1092991

NAME	DATE	HOURS	DESCRIPTION
BERLIN K	12/02/05	2.40	PARTICIPATE IN WORKING GROUP CALL ON NEXT WEEK'S ISSUES (1.5); REVIEW OF REVISED PERMIT FEE LETTER AND E-MAIL RE SAME (0.4); PREPARE EMAIL ON HALEY & ALDRICH CLAIM AND CONTINUE REVIEW OF SAME (0.5).
BERLIN K	12/05/05	0.80	BEGIN REVIEW OF CATALYST SALE AGREEMENT (0.8).
BERLIN K	12/06/05	1.40	REVIEW OF DISCLOSURE SCHEDULES (1.4).
BERLIN K	12/07/05	5.30	PREPARE FOR AND TELEPHONE CONFERENCE WITH M. HESTER RE ALL ENVIRONMENTAL MATTERS (1.2); FINISH REVIEW OF ENVIRONMENTAL SCHEDULES (0.6); REVIEW PRESENTATION FOR THIRD MEETING OF UNSECURED CREDITORS COMMITTEE (1.1); REDRAFT OF THE ENVIRONMENTAL PROVISIONS IN CATALYST SALE AGREEMENT (2.4).
BERLIN K	12/08/05	1.30	TELECONFERENCES WITH M. HESTER RE HALEY & ALDRICH PAYMENT AND WORK ON MEMORANDUM RE SAME (1.3).
BERLIN K	12/09/05	3.30	PREPARE EMAIL AND MEMORANDUM ON HALEY & ALDRICH CLAIM (2.2); REVIEW OF REJECTION OF LEASE ENVIRONMENTAL DAMAGES MEMORANDUM (0.6); REVIEW OF EMAILS AND TELECONFERENCE WITH M. HESTER RE DISCLOSURE SCHEDULE ISSUES (0.5).
BERLIN K	12/11/05	2.60	FINISH DRAFTING HALEY & ALDRICH MEMORANDUM (1.1); REVIEW REVISED CATALYST AGREEMENT (1.5).
BERLIN K	12/12/05	0.90	REVIEW OF MEMORANDA ON LEASE REJECTION ISSUES (0.4); REVIEW OF HALEY & ALDRICH LETTER DESCRIBING ITS CLEANUP WORK LIST (0.5).
BERLIN K	12/13/05	1.90	REVIEW OF HALEY & ALDRICK MEMORANDUM (0.4); REVIEW AND REDRAFTING OF STRATEGY MEMORANDUM (1.5).
BERLIN K	12/16/05	1.20	DELPHI TELECONFERENCE WITH STRATEGY TEAM RE OPEN ISSUES AND RECENT DEVELOPMENTS (1.2).
BERLIN K	12/20/05	0.70	REVIEW HALEY & ALDRICH MEMORANDUM (0.7).
BERLIN K	12/21/05	1.10	CONTINUE TO REVISE HALEY & ALDRICH MEMORANDUM (1.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BERLIN K	12/30/05	1.00	PARTICIPATE IN STRATEGY TELECONFERENCE RE NEXT WEEK'S MATTERS (1.0).
		23.90	
WEXLER MP	12/02/05	0.60	REVIEW RESULTS OF RESEARCH RE ENVIRONMENTAL REMEDIATION GIVING RISE TO MECHANIC'S LIENS AND ADVICE TO CLIENT RE SAME (0.6).
WEXLER MP	12/05/05	0.20	REVIEW AND COMMENT ON FORM OF LETTER RE ENVIRONMENTAL PERMITS (0.2).
WEXLER MP	12/08/05	0.30	REVIEW AND COMMENT ON MEMO TO CLIENT RE IMPACT OF REJECTION OF LEASES ON ENVIRONMENTAL CLEANUP OBLIGATIONS TO LANDLORD (0.3).
WEXLER MP	12/14/05	0.90	REVIEW REVISED MEMO RE POTENTIAL FOR HALEY & ALDRICH LIEN ON PROPERTIES (0.9).
		2.00	
Total Partner		25.90	
EISENBERG HC	12/08/05	2.00	RESEARCH ON MECHANICS LIEN ISSUE AND WORK ON MEMO RE SAME (2.0).
EISENBERG HC	12/09/05	6.60	RESEARCH ON MECHANICS LIEN ISSUE AND WORK ON MEMO RE SAME (6.6).
EISENBERG HC	12/12/05	0.60	REVIEW OF REVISED MEMO RE ENVIRONMENTAL CLEANUP DAMAGES IN CONTEXT OF LEASE REJECTION AND REVIEW OF DESCRIPTION OF HALEY & ALDRICH WORK (0.6).
EISENBERG HC	12/21/05	0.40	REVIEW OF REVISED MEMO (0.4).
		9.60	
Total Counsel		9.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	12/20/05	0.70	REVIEWED MEMO ANALYZING VALIDITY OF LIENS ASSERTED BY HALEY & ALDRICH IN CONNECTION WITH ENVIRONMENTAL CONSULTING AND REMEDIATION (0.7).
MEISLER RE	12/21/05	0.40	REVIEWED FINAL MEMO ANALYZING VALIDITY OF LIENS ASSERTED BY HALEY & ALDRICH IN CONNECTION WITH ENVIRONMENTAL CONSULTING AND REMEDIATION (0.4).
MEISLER RE	12/22/05	0.40	ATTENTION TO MEMO RE VALIDITY OF ASSERTED LIENS BY HALEY & ALDRICH FOR ENVIRONMENTAL CONSULTING AND REMEDIATION AND DRAFTED CORRESPONDENCE TO COMPANY RE SAME (0.3); TELECONFERENCE WITH M. HALL RE SAME (0.1).
		1.50	
Total Associate		1.50	

TOTAL TIME

37.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Environmental Matters**

**Bill Date: 01/31/06
Bill Number: 1092991**

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	12/09/05	Copy Center, D	30.27
In-house Reproduction	12/13/05	Copy Center, D	2.73
TOTAL IN-HOUSE REPRODUCTION			\$33.00
Telephone Expense	12/29/05	Telecommunications, D	0.13
Telephone Expense	12/29/05	Telecommunications, D	1.12
Telephone Expense	12/29/05	Telecommunications, D	0.13
Telephone Expense	12/29/05	Telecommunications, D	0.62
TOTAL TELEPHONE EXPENSE			\$2.00
Lexis/Nexis	12/08/05	Eisenberg HC	21.16
Lexis/Nexis	12/08/05	Hill TL	109.81
Lexis/Nexis	12/09/05	Eisenberg HC	122.03
TOTAL LEXIS/NEXIS			\$253.00
Westlaw	12/08/05	Hill TL	7.00
TOTAL WESTLAW			\$7.00
TOTAL MATTER			\$295.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Environmental Matters

Bill Date: 02/28/06
Bill Number: 1108418

NAME	DATE	HOURS	DESCRIPTION
BERLIN K	01/03/06	7.00	REVIEW OF DOCUMENTS ON SEPTEMBER 29, 2005 KETTERING, OHIO SPILL (0.9); TELECONFERENCE WITH M. HESTER AND K. JONES RE MEETINGS ON JANUARY 4 AND 5 IN DETROIT AND TROY (0.6); PREPARE FOR AND COMPOSE AGENDA FOR JANUARY 4 MEETING WITH GENERAL MOTORS (1.4); PREPARE FOR AND COMPOSE AGENDA FOR JANUARY 5 MEETING WITH M. HESTER, K. JONES, J. WALLE, ET AL. RE REAL ESTATE ISSUES (1.8); TELECONFERENCE WITH J. WALLE RE KETTERING SPILL AND DAYTON PLANT (0.6); TELECONFERENCE WITH K. MARAFIOTI ET AL RE OFFSET ISSUES AND REVIEW OF SAME (0.9); TELECONFERENCE WITH K. JONES RE NEW BRUNSWICK ISRA ISSUES AND REVIEW OF SAME (0.8).
BERLIN K	01/04/06	5.80	PREPARE FOR AND MEETING WITH M. HESTER AND GENERAL MOTORS REPRESENTATIVES RE ENVIRONMENTAL ISSUES RELATING TO OFF-SITE LIABILITIES (4.1); PREPARE FOR JANUARY 5 MEETING IN TROY, MI (1.7).
BERLIN K	01/05/06	7.50	PREPARE FOR AND MEET IN TROY, MI WITH M. HESTER, J. WALLE, K. JONES, J. JAFFURS, AND J. BEAUDOEN RE ENVIRONMENTAL ISSUES AND ENVIRONMENTAL/REAL ESTATE STRATEGY (7.5).
BERLIN K	01/06/06	3.00	PREPARE FOR AND TAKE PART IN STRATEGY TELECONFERENCE RE NEXT WEEK'S ISSUES AND MISCELLANEOUS ENVIRONMENTAL ISSUES (1.4); REVIEW OF NEW BRUNSWICK SALE, PUT AND CALL, AND ENVIRONMENTAL AGREEMENT (1.6).
BERLIN K	01/09/06	1.90	REVIEW OF SAGINAW, MICHIGAN DOCUMENTS AND COMMENTS ON SAME (1.4); TELECONFERENCE WITH M. HESTER ET AL. RE SAME (0.2); TELECONFERENCE WITH M. HESTER RE DOJ MEETING, LIENS AND DIP AGREEMENT (0.3).
BERLIN K	01/10/06	0.90	TELECONFERENCE WITH M. HESTER ET AL. RE ENVIRONMENTAL SCHEDULE (0.1); TELECONFERENCE WITH M. HESTER RE GM ISSUES (0.2); TELECONFERENCE WITH K. JONES ET AL. RE ANAHEIM FACILITY (0.5); REVIEW OF OII SITE EMAILS (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BERLIN K	01/11/06	1.40	REVIEW OF ENTEK CLAIM (0.5); REVIEW OF CASE CALENDER, MOTION SUMMARIES CHART AND THIRD OMNIBUS HEARING AGENDA (0.9).
BERLIN K	01/13/06	1.90	PARTICIPATE IN STRATEGY CALL INCLUDING ENVIRONMENTAL ISSUES (0.2); REVIEW OF NEW YORK PERMIT FEE LETTER THREATENING PENALTIES (0.2); TELECONFERENCE WITH M. HESTER AND F. KOEHLES RE IRVINE FACILITY ENVIRONMENTAL ISSUES AND REVIEW OF SAME (1.3); TELECONFERENCE WITH M. HESTER RE TREMONT SALE (0.2).
BERLIN K	01/16/06	0.80	REVIEW OF ABANDONMENT ISSUES (0.8).
BERLIN K	01/17/06	0.80	REVIEW OF IRVINE LETTER OF CREDIT (0.8).
BERLIN K	01/19/06	1.10	REVIEW OF CALIFORNIA EMISSION CREDIT SALES DOCUMENTS AND EMAIL TO M. HESTER RE SAME (1.1).
BERLIN K	01/20/06	1.90	TAKE PART IN WEEKLY STATUS CALL RE OPEN ISSUES (0.7); TELECONFERENCE WITH M. HESTER ET AL. RE IRVINE LEASE REJECTION ISSUES AND REVIEW OF SAME (0.8); PREPARE EMAIL ON NEW BRUNSWICK ISSUES (0.4).
BERLIN K	01/24/06	0.30	TELECONFERENCE WITH M. HESTER RE MISCELLANEOUS ISSUES AND GM ISSUES (0.3).
BERLIN K	01/26/06	0.50	REVIEW OF LATEST CASE SCHEDULES AND CALENDERS (0.5).
BERLIN K	01/29/06	2.30	PREPARE MEMORANDUM ON ENVIRONMENTAL CONTRACT LANGUAGE (2.3).
BERLIN K	01/31/06	0.40	PREPARE FOR AND TELECONFERENCE WITH R. MEISLER RE NEW BRUNSWICK ISRA ISSUES (0.4).
		37.50	
WEXLER MP	01/04/06	1.90	PREPARATION FOR MEETING IN TROY RE ENVIRONMENTAL ISSUES ON OWNED REAL ESTATE (1.9).
WEXLER MP	01/05/06	4.80	PREPARATION FOR (1.2) AND PARTICIPATE IN MEETING WITH M. HESTER, K. JONES, J. JAFFURS, J. BEAUDOEN AND J. WALLEE RE ENVIRONMENTAL ISSUES AND STRATEGY FOR PROPERTIES TO BE SOLD (3.6).
		6.70	
Total Partner		44.20	
AMODEO JA	01/04/06	0.80	DRAFT LETTER TO IDEM RE ENVIRONMENTAL CLAIMS (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

AMODEO JA	01/13/06	4.20	RESEARCH ON TREATMENT OF PRE-PETITION PENALTIES AS UNSECURED CLAIMS (4.2) .
AMODEO JA	01/16/06	5.50	DRAFT ENVIRONMENTAL PROVISIONS FOR MODEL PROPERTY SALE AGREEMENT (5.5) .
AMODEO JA	01/17/06	4.50	DRAFT MODEL PROPERTY SALE AGREEMENT (4.5) .
AMODEO JA	01/19/06	5.30	RESEARCH ON FINANCIAL ASSURANCE REQUIREMENTS FOR IRVINE FACILITY (5.3) .
AMODEO JA	01/20/06	3.10	RESEARCH ON AVAILABILITY OF LETTER OF CREDIT FOR HAZARDOUS WASTE CLOSURE TO LANDLORD (3.1) .
AMODEO JA	01/23/06	5.70	DRAFT MEMORANDUM ON IRVINE LETTER OF CREDIT (5.7) .
AMODEO JA	01/24/06	1.20	FOLLOW-UP RESEARCH ON IRVINE LETTER OF CREDIT (1.2) .
		30.30	
Total Counsel		30.30	
TOTAL TIME		<u>74.50</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Environmental Matters**

**Bill Date: 02/28/06
Bill Number: 1108418**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	01/04/06	Berlin K	844.00
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$844.00
In-house Reproduction	01/22/06	Copy Center, D	6.00
		TOTAL IN-HOUSE REPRODUCTION	\$6.00
Westlaw	01/16/06	Amodeo JA	203.77
Westlaw	01/19/06	Amodeo JA	393.94
Westlaw	01/23/06	Amodeo JA	30.65
Westlaw	01/24/06	Amodeo JA	301.64
		TOTAL WESTLAW	\$930.00
Out-of-Town Travel	01/04/06	Berlin K	60.95
Out-of-Town Travel	01/05/06	Berlin K	46.96
Out-of-Town Travel	01/05/06	Berlin K	202.09
		TOTAL OUT-OF-TOWN TRAVEL	\$310.00
Out-of-Town Meals	01/04/06	Berlin K	38.21
Out-of-Town Meals	01/05/06	Berlin K	19.97
Out-of-Town Meals	01/05/06	Berlin K	13.72
Out-of-Town Meals	01/05/06	Berlin K	73.10
		TOTAL OUT-OF-TOWN MEALS	\$145.00
Outside Research/Internet Services	01/05/06	Berlin K	11.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$11.00
		TOTAL MATTER	\$2,246.00